

**GATX**

GATX CORPORATION

120 SOUTH RIVERSIDE PLAZA  
CHICAGO, IL 60606  
312-621-6200

0-220A001

LAW DEPARTMENT

August 1, 1990

Secretary of the Interstate  
Commerce Commission  
Washington, DC 20006

RECORDATION NO. 6322-501 FILED 1425

AUG 8 1990 - 9 25 AM

RE: General American Transportation Corporation  
Equipment Trust Series 68 INTERSTATE COMMERCE COMMISSION

Gentlemen:

Enclosed herewith are three signed copies of a Supplemental Agreement dated as of May 15, 1990, deleting a portion of the railroad cars covered by the above Trust Agreement, together with our check for \$15.00 to cover the filing and recordation fees.

The Trust Agreement was first recorded in the office of the Secretary of the Interstate Commerce Commission on September 15, 1971, under Recordation No. 6322.-M

The Trust Equipment deleted by the enclosed consists of railroad cars described in the aforementioned documents (primarily railroad cars of various AAR, DOT and ICC classifications) and the road numbers of such cars are listed in said documents.

The names and addresses of the parties referred to in said agreements are:

The Bank of New York  
(formerly Irving Trust Company)  
101 Barclay Street  
New York, NY 10286  
Attention: Lucille Firrincieli

GATX Corporation  
120 South Riverside Plaza  
Chicago, IL 60606  
Attention: E. Paul Dunn, Jr.

If you have any questions, feel free to call me at (312) 621-6603.

Very truly yours,

*Janice M. Alonso*  
Janice M. Alonso  
Assistant Secretary

/jma

*1. Enclosed  
Mary A. Oster*

12  
6  
23  
11  
90

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST, SERIES 68

REGISTRATION NO. 6322 FILED 1485

AUG 8 1990 9 05 AM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENTAL AGREEMENT DATED AS OF MAY 15, 1990

TO EQUIPMENT TRUST AGREEMENT DATED AS OF SEPTEMBER 15, 1971

BY AND BETWEEN

THE BANK OF NEW YORK

(FORMERLY IRVING TRUST COMPANY), TRUSTEE

AND

GATX CORPORATION

(FORMERLY KNOWN AS GENERAL AMERICAN TRANSPORTATION CORPORATION)

Supplemental Agreement dated as of May 15, 1990 by and between The Bank of New York (formerly Irving Trust Company), as Trustee, and GATX Corporation, a New York corporation, formerly known as General American Transportation Corporation.

Whereas, the parties hereto entered into an Equipment Trust Agreement dated as of September 15, 1971 (the "Agreement") creating General American Transportation Corporation Equipment Trust, Series 68, which Agreement was filed and recorded with the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act on September 23, 1971, Recordation No. 6322; and

Whereas, the parties hereto wish to amend Schedule A to the Agreement;

NOW, THEREFORE, the parties hereto agree that Schedule A to the Agreement is hereby amended by:

(a) deleting therefrom the units of Trust Equipment described in Schedule I attached hereto, and

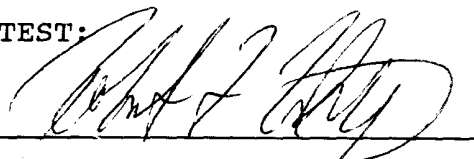
(b) substituting therefor the units of Equipment described in Schedule II attached hereto.

IN WITNESS WHEREOF, the parties hereto have caused these presents to be signed in their respective corporate names and their respective corporate seals to be hereunto affixed, duly attested, as of May 15, 1990.

THE BANK OF NEW YORK  
(formerly Irving Trust Company),  
TRUSTEE

By: 

ATTEST:

  
Assistant Treasurer

GATX CORPORATION  
(FORMERLY KNOWN AS GENERAL AMERICAN  
TRANSPORTATION CORPORATION)

By: 

E. Paul Dunn, Jr.  
Treasurer

ATTEST:

  
Assistant Secretary

STATE OF NEW YORK )

) ss.:

COUNTY OF NEW YORK )

On this 26<sup>th</sup> day of JULY, 1990, before me personally appeared T. A. BURRELL, to me personally known, who, being by me duly sworn, says that he is ~~Assistant Vice President~~ of The Bank of New York (formerly Irving Trust Company), that one of the seals affixed to the foregoing instrument is the corporate seal of said bank, that said instrument was signed and sealed on behalf of said bank by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Lucille Furrincieli  
Notary Public

LUCILLE FIRRINCIELI  
Notary Public, State of New York  
No. 48425.30  
Qualified in Queens County  
Certificate filed in New York County  
Commission Expires October 31, 1991

\* \* \* \* \*

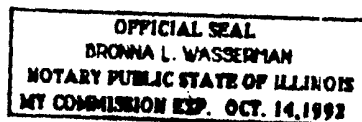
STATE OF ILLINOIS)

) ss.:

COUNTY OF COOK )

On May 15, 1990, before me personally appeared E. Paul Dunn, Jr., to me personally known, who, being by me duly sworn, said that he is Treasurer of GATX Corporation, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Donna L. Wasserman  
Notary Public



SCHEDULE 1  
GENERAL AMERICAN TRANSPORTATION CORPORATION  
EQUIPMENT TRUST - SERIES 68  
CARS TO BE REMOVED

| QUANTITY    | CLASSIFICATION   | CAPACITY<br>IN GALLONS | INITIALED AND CAR NUMBERS        | COST EACH   | VALUE EACH  | TOTAL VALUE  | YEAR<br>INTO<br>SERVICE | YEAR<br>ACQUIRED |
|-------------|------------------|------------------------|----------------------------------|-------------|-------------|--------------|-------------------------|------------------|
| 1 Tank Car  | DOT 111A100-W-1  | 8,000                  | GATX 40041.                      | \$15,989.00 | \$20,689.00 | \$ 20,689.00 | 8-1971                  | 8-1971           |
| 1 Tank Car  | DOT 111A100-W-1  | 8,000                  | GATX 56824.                      | 15,870.00   | 20,535.00   | 20,535.00    | 7-1971                  | 7-1971           |
| 1 Tank Car  | DOT 111A100-W-1  | 12,500                 | GATX 69391.                      | 43,208.00   | 44,347.00   | 44,347.00    | 11-1980                 | 11-1980          |
| 1 Tank Car  | DOT 111A100-W-1  | 12,500                 | GATX 98969.                      | 16,954.00   | 18,069.00   | 18,069.00    | 1-1967                  | 1-1967           |
| 1 Tank Car  | DOT 111A100-W-1  | 26,000                 | GATX 56219.                      | 18,113.00   | 23,437.00   | 23,437.00    | 3-1971                  | 3-1971           |
| 2 Tank Cars | DOT 111A100-W-2  | 8,000                  | GATX 14780, 14785.               | 12,415.00   | 16,064.00   | 32,128.00    | 4-1971                  | 4-1971           |
| 4 Tank Cars | DOT 111A100-W-2  | 8,000                  | GATX 14781, 14782, 14787, 14788. | 12,415.00   | 16,064.00   | 64,256.00    | 5-1971                  | 5-1971           |
| 1 Tank Car  | DOT 111A100-W-2  | 8,700                  | GATX 14789.                      | 12,415.00   | 16,064.00   | 16,064.00    | 5-1971                  | 5-1971           |
| 1 Tank Car  | DOT 111A100-W-2  | 12,500                 | GATX 67100.                      | 14,358.00   | 17,367.00   | 17,367.00    | 1-1971                  | 1-1971           |
| 1 Tank Car  | DOT 111A100-W-5  | 20,000                 | GATX 27321.                      | 19,287.00   | 24,956.00   | 24,956.00    | 5-1971                  | 5-1971           |
| 1 Tank Car  | DOT 111A60AL-W-1 | 10,000                 | GATX 70841.                      | 14,975.00   | 2,405.00    | 2,405.00     | 7-1957                  | 7-1957           |
| 1 Tank Car  | DOT 111A60AL-W-1 | 10,000                 | GATX 70863.                      | 14,975.00   | 2,405.00    | 2,405.00     | 9-1957                  | 9-1957           |
| 2 Tank Cars | DOT 111A60AL-W-1 | 10,000                 | GATX 70868, 70869.               | 14,975.00   | 2,405.00    | 4,810.00     | 10-1957                 | 10-1957          |
| 1 Tank Car  | DOT 111A60AL-W-1 | 10,000                 | GATX 70890.                      | 14,975.00   | 2,405.00    | 2,405.00     | 11-1957                 | 11-1957          |
| 1 Tank Car  | DOT 111A60AL-W-1 | 10,000                 | GATX 70914.                      | 16,326.00   | 2,554.00    | 2,554.00     | 1-1958                  | 1-1958           |

SCHEDULE I  
GENERAL AMERICAN TRANSPORTATION CORPORATION  
EQUIPMENT TRUST - SERIES 68  
CARS TO BE REMOVED

| <u>QUANTITY</u> | <u>CLASSIFICATION</u> | <u>CAPACITY<br/>IN GALLONS</u> | <u>INITIALED AND CAR NUMBERS</u> | <u>COST EACH</u> | <u>VALUE EACH</u> | <u>TOTAL VALUE</u>  | <u>YEAR<br/>INTO<br/>SERVICE</u> | <u>YEAR<br/>ACQUIRED</u> |
|-----------------|-----------------------|--------------------------------|----------------------------------|------------------|-------------------|---------------------|----------------------------------|--------------------------|
| 2               | Airslide Cars L0      | 2,600 Cu.Ft.                   | GACX 43915, 43919.               | \$10,295.00      | \$ 8,187.00       | \$ 16,374.00        | 11-1958                          | 11-1958                  |
| 3               | Airslide Cars L0      | 2,600 Cu.Ft.                   | GACX 44111, 44112, 44115.        | 10,514.00        | 9,264.00          | 27,792.00           | 3-1959                           | 3-1959                   |
| 1               | Airslide Car L0       | 2,600 Cu.Ft.                   | GACX 47006.                      | 13,120.00        | 20,006.00         | 20,006.00           | 7-1970                           | 7-1970                   |
| 1               | Airslide Car L0       | 2,600 Cu.Ft.                   | GACX 47098.                      | 13,120.00        | 20,006.00         | 20,006.00           | 8-1970                           | 8-1970                   |
| 1               | Airslide Car L0       | 4,180 Cu.Ft.                   | GACX 47234.                      | 18,702.00        | 28,272.00         | 28,272.00           | 5-1971                           | 5-1971                   |
| 2               | Damage Free Cars RBL  | 4,972 Cu.Ft.                   | GARX 55559, 55566.               | 21,425.00        | 32,670.00         | 65,340.00           | 7-1970                           | 7-1970                   |
| 30              |                       |                                |                                  |                  |                   | <u>\$474,217.00</u> |                                  |                          |

SCHEDULE II  
GENERAL AMERICAN TRANSPORTATION CORPORATION  
EQUIPMENT TRUST - SERIES 68  
CARS TO BE SUBSTITUTED

| QUANTITY    | CLASSIFICATION   | CAPACITY | INITIALED AND CAR NUMBERS           | COST EACH   | VALUE EACH  | TOTAL VALUE         | YEAR<br>INTO<br>SERVICE | YEAR<br>ACQUIRED |
|-------------|------------------|----------|-------------------------------------|-------------|-------------|---------------------|-------------------------|------------------|
| 1 Tank Car  | DOT 111A100-W-1  | 13,500   | GATX 69346.                         | \$42,999.00 | \$44,133.00 | \$ 44,133.00        | 8-1980                  | 8-1980           |
| 4 Tank Cars | DOT 111A100-W-1  | 20,000   | GATX 19260, 19264, 19265,<br>19270. | 65,311.00   | 67,033.00   | 268,132.00          | 9-1980                  | 9-1980           |
| 2 Tank Cars | DOT 111A60AL-W-2 | 8,000    | GATX 19744, 19747.                  | 55,735.00   | 57,204.00   | 114,408.00          | 9-1980                  | 9-1980           |
| 1 Tank Car  | DOT 111A100-W-1  | 23,500   | GATX 30195.                         | 46,791.00   | 48,025.00   | 48,025.00           | 9-1980                  | 9-1980           |
| 8           |                  |          |                                     |             |             | <u>\$474,698.00</u> |                         |                  |